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*Attorneys for Defendants*  
*Rimini Street, Inc., and Seth Ravin*

**UNITED STATES DISTRICT COURT  
DISTRICT OF NEVADA**

ORACLE USA, INC., a Colorado corporation;  
ORACLE AMERICA, INC., a Delaware  
corporation; and ORACLE INTERNATIONAL  
CORPORATION, a California corporation,

Plaintiffs,

v.

RIMINI STREET, INC., a Nevada corporation;  
SETH RAVIN, an individual,

Defendants.

LEWIS ROCA ROTHGERBER LLP  
Daniel F. Polsenberg (Nevada Bar No. 2376)  
W. West Allen (Nevada Bar No. 5566)  
Joel D. Henriod (Nevada Bar No. 8492)  
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Case No. 2:10-cv-0106-LRH-PAL

**AFFIDAVIT OF  
DANIEL F. POLSENBERG**

**AFFIDAVIT OF DANIEL F. POLSENBERG**

STATE OF NEVADA     )  
                                  ) ss.  
COUNTY OF CLARK    )

Daniel F. Polsenberg, being duly sworn, deposes and says,

1. I am an attorney for defendants Rimini Street, Inc. and Seth Ravin in this case.

***Reviewing, Analyzing and Drafting the Opposition to Oracle's  
Request for Attorneys' Fees Will be a Massive Undertaking***

2. Along with its request for \$56.2 million in attorneys' fees, Oracle has disclosed over 5,000 pages of documentation.

3. Those documents include more than a hundred law firm invoices and many thousands of time entries spread among three law firms. These entries cover a dozen different claims over six years and dozens of timekeepers. The rates in the invoices also varied over the years.

4. Rimini has retained experts at the auditing firm of Stuart, Maue, Mitchell & James, Ltd. ("Stuart Maue") who have the technology and experience to digitize, categorize and analyze these thousands of entries much more quickly and thoroughly than attorneys could do in the ordinary course.

5. Stuart Maue informs us that working through the volume of documents involved here, even with their relatively fast method, will take at least 60 days.

***We Have Attempted to Speed the Process Where Possible***

6. Oracle filed and served some of its invoices, along with its motion for fees, after 11:00 p.m. on Friday, November 13, 2015. (Another invoice was provided December 2, 2015.) So, Rimini effectively received Oracle's motion for attorneys' fees, even without all its supporting documents, on Monday, November 16.

7. Oracle filed the invoices *under seal*.

8. Pursuant to the "Stipulated Protective Order" in this case (Doc. 55), parties must disclose to opposing counsel the identities of experts to whom they intend to provide confidential materials. The party retaining the expert must then *wait five days* before providing the confidential materials confidential material to its expert.

11. Oracle's counsel responded that they "do not agree to waive the five-day requirement in the protective order." See email from Thomas Hixson attached as Exhibit B.

Dated this 3rd day of December, 2015.

Subscribed and sworn to before me  
this 3rd day of December, 2015.

J. M. Helm  
NOTARY PUBLIC



# **EXHIBIT A**



Lewis Roca Rothgerber LLP  
3993 Howard Hughes Pkwy, Suite 600  
Las Vegas, NV 89169

Daniel F. Polsenberg  
Fellow, American Academy of Appellate Lawyers  
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DPolsenberg@LRRLaw.com

Our File Number: 152296-00001

November 17, 2015

VIA ELECTRONIC MAIL

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MORGAN, LEWIS & BOCKIUS LLP

RE: *Oracle USA, Inc., et al. v. Rimini Street, Inc., et al.*  
District Court Case No. 2:10-CV-160-LRH-(PAL)

Dear Counsel:

Pursuant to paragraph 12 of the stipulated protective order (Doc. No. 55), defendants identify the following experts in the area of legal billing, to whom defendants intend to disclose material designated as "Confidential and Highly Confidential – Attorneys' Eyes Only."

- DENNIS L. KENNEDY  
Bailey Kennedy, LLP  
8984 Spanish Ridge Avenue  
Las Vegas, Nevada 89148
- JEFFREY W. STEMPEL  
Doris S. & Theodore B. Lee Professor of Law  
University of Nevada Las Vegas, William S. Boyd School of Law  
4505 South Maryland Parkway, P.O. Box 451003  
Las Vegas, Nevada 89154



**LEWIS ROCA**  
**ROTHGERBER**

November 17, 2015

Page 2

- WILLIAM G. ROSS  
Lucille Stewart Beeson Professor of Law  
Samford University, Cumberland School of Law  
800 Lakeshore Drive  
Birmingham, Alabama 35229
- JOHN L. TRUNKO and MICHAEL J. BRYCHEL  
Stuart, Maue, Mitchell & James, Ltd.  
3840 McKelvey Road  
St. Louis, Missouri 63044

We enclose current copies of their *curricula vitae*. We also include executed declarations of compliance from Mr. Kennedy, Prof. Ross and Mr. Trunko. We will send declarations from Prof. Stempel and Mr. Brychel when they are executed.

I also ask your permission to disclose to them ***this Thursday***, November 19th, your motion for fees and the supporting material that you filed under seal, deviating from the five-day requirement set out in the protective order. Please let me know.

Sincerely,



Daniel F. Polsenberg  
LEWIS ROCA ROTHGERBER LLP

## **EXHIBIT B**

**Polsenberg, Daniel F.**

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**From:** Hixson, Thomas S. <thomas.hixson@morganlewis.com>  
**Sent:** Wednesday, November 18, 2015 4:42 PM  
**To:** Helm, Jessica; 'rpocker@bsflp.com'; 'wisaacson@bsflp.com'; 'kdunn@bsflp.com'; 'sholtzman@bsflp.com'; 'kringgenberg@bsflp.com'; Palumbo, Kristen A.  
**Cc:** Polsenberg, Daniel F.; Henriod, Joel D.; Allen, West; 'JReilly@riministreet.com'; 'dwinslow@riministreet.com'; 'EMendillo@riministreet.com'; 'RRECKERS@shb.com'; 'BEvanson@gibsondunn.com'; 'PSTRAND@shb.com'  
**Subject:** RE: Oracle USA, Inc., et al. v. Rimini Street, Inc., et al.

Counsel,

Oracle is still reviewing these disclosures, and we do not agree to waive the five-day requirement in the protective order.

**Tom Hixson**

**Morgan, Lewis & Bockius LLP**

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**From:** Helm, Jessica [<mailto:JHelm@lrllaw.com>]  
**Sent:** Tuesday, November 17, 2015 4:16 PM  
**To:** 'rpocker@bsflp.com'; 'wisaacson@bsflp.com'; 'kdunn@bsflp.com'; 'sholtzman@bsflp.com'; 'kringgenberg@bsflp.com'; Hixson, Thomas S.; Palumbo, Kristen A.  
**Cc:** Polsenberg, Daniel F.; Henriod, Joel D.; Allen, West; 'JReilly@riministreet.com'; 'dwinslow@riministreet.com'; 'EMendillo@riministreet.com'; 'RRECKERS@shb.com'; 'BEvanson@gibsondunn.com'; 'PSTRAND@shb.com'  
**Subject:** Oracle USA, Inc., et al. v. Rimini Street, Inc., et al.

Counsel,

Please find the attached correspondence from Mr. Polsenberg identifying experts in the area of legal billing to whom defendants intend to disclose confidential material. We ask your permission to disclose to them your motion for fees and supporting sealed material this Thursday, November 19.

Thank you,  
Jessie

**LEWIS ROCA  
ROTHGERBER**

Jessica Helm, Legal Secretary

Lewis Roca Rothgerber LLP

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